

Exhibit 1

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

DAWN DOVER, individually and on behalf
of all others similarly situated,

Plaintiff,

vs.

Civil Action No. 12-694

SHOE SHOW, INC.,

DECLARATION OF KIMBERLY K.
NESS

Defendant.

I, Kimberly K. Ness, state as follows:

1. I am a Senior Project Administrator for Rust Consulting, Inc. ("Rust Consulting") which serves as the Settlement Administrator for the proposed settlement of the above-captioned action. I am responsible for supervising the services provided by Rust Consulting for this matter. I have personal knowledge of the facts set forth in this Declaration and, if called as a witness I could and would testify competently to the following facts. My business address is 201 South Lyndale, Faribault, Minnesota 55021. I am over twenty-one years of age and authorized to make this Declaration on behalf of Rust Consulting and myself.

2. Rust Consulting has extensive experience in class action matters, having provided services in class action cases involving insurance, employment, antitrust, securities fraud, property damage, product liability, and consumer issues. We have provided notification and/or claims administration services in more than 3,500 class action cases nationwide.

3. Rust Consulting was engaged to serve as the administrator for this settlement.

4. On December 4, 2013, Rust Consulting caused the Publication Notice, substantially in the form of Exhibit D to the Settlement Agreement, to appear in USA Today, page 4B.

5. Rust Consulting obtained the domain name www.ShowShoeSettlement.com to provide additional information on the Settlement, answers to frequently asked questions, and the following case-related documents: the Complaint; the Preliminary Approval Order; the Proposed Final Approval Order; the Settlement Agreement; the Long-Form Notice, substantially in the form of Exhibit C of the Settlement Agreement; the Publication Notice, substantially in the form of Exhibit D of the Settlement Agreement; the Shoe Show In-Store Notice; the Shoe Show Website Notice; and the Claim Form. The domain name was included in the Publication Notice. The website was live on December 3, 2013. As of February 22, 2014 Rust Consulting has received 6,522 page views to the website.

6. Rust Consulting obtained a mailing address of P.O. Box 3067, Faribault, MN 55021-2667 to receive Claim Forms, exclusion requests, and other correspondence.

7. Rust Consulting has established and maintains a toll free number (888-356-1277) to enable members of the Settlement Class to receive general information on the settlement and to request a Class Notice and Claim Form. The toll-free number was included in the Publication Notice was activated on December 3, 2013. As of February 22, 2014, the phone number had received 139 calls.

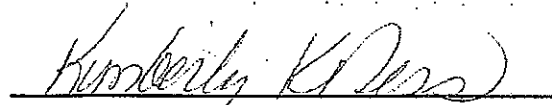
8. As of February 22, 2014, Rust Consulting has mailed five Notices with Claim Forms that were requested via voicemail on the toll-free number.

9. As of February 22, 2014, Rust Consulting has received seven Claim Forms.

10. As of February 22, 2014, Rust Consulting has not received any requests for exclusion.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 25th day of February 2014 at Faribault, Minnesota.



Kimberly K. Ness